

Office of the Attorney General-State of Nebraska  
2115 State Capitol Building  
Lincoln, Nebraska 68509-8920  
Telephone: (402)471-2811

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re:</b>	<b>: CHAPTER 11</b>
	<b>: </b>
<b>GENERAL MOTORS CORP., et al.,</b>	<b>: Case No. 09-50026 (REG)</b>
	<b>: </b>
	<b>: (Jointly Administered)</b>
<b>Debtors.</b>	<b>: </b>
-----X	

**MOTION FOR SUBSTITUTION AND WITHDRAWAL OF COUNSEL**

Plaintiff STATE OF NEBRASKA, moves this court for an order substituting Abigail M.

Stempson, Assistant Attorney General as counsel of record in place of Leslie C. Levy, Assistant Attorney General.

The grounds for the motion are that:

1. Leslie C. Levy's employment with the Office of the Attorney General of the State of Nebraska ended effective July 29, 2011.

2. Abigail M. Stempson, has agreed to represent and be substituted as counsel of record for Leslie C. Levy in this action. If this motion is granted, counsel of record for Plaintiff STATE OF NEBRASKA on whom all notices and papers in this action may be served, will be:

Abigail M. Stempson  
Nebraska Attorney General  
2115 State Capitol, Lincoln, NE 68509  
Phone: (402) 471-2653  
Fax: (402) 471-2957  
abigail.stempson@nebraska.gov  
NSBA No. 23329

4. This motion is not made for purposes of delay.

5. All of the factual matters alleged in support of this motion are supported in the

attached Affidavit, served with this motion.

This motion is based on the pleadings and papers on file in this action, this motion, the Notice of Motion, accompanying Affidavit and whatever evidence and argument is presented at the hearing of this motion.

Dated: September 19, 2011, Lincoln, Nebraska

\_\_\_\_/s/\_\_\_\_\_  
Leslie Campbell Levy #20673